

RECORDATION NO. 18934-77 FILED

SEP 07 '07 -10 52 AM

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

SURFACE TRANSPORTATION BOARD

September 7, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

GATC Trust No. 94-1

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Bill of Sale and Partial Release, dated as of July 9, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to documents previously filed with the Commission under Recordation Number 18934.

The names and addresses of the parties to the enclosed document are:

Lessor: U. S. Bank National Association, successor to
State Street Bank and Trust Company
225 Franklin Street
Boston, MA 02101

Lessee: GATX Corporation (successor by GATX
Financial Corporation)
500 Monroe Street
Chicago, IL 60661

Mr. Vernon A. Williams
September 7, 2007
Page 2

A description of the railroad equipment covered by the enclosed document
is:

1 railcar RELEASED: GATX 89058.

A short summary of the document to appear in the index is:

Bill of Sale and Partial Release.

Also enclosed is a check in the amount of \$35.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Robert W. Alvord', with a stylized, sweeping flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

RECORDATION NO. 18934-117

SEP 07 '07 -10 52 AM

BILL OF SALE AND PARTIAL RELEASE


SURFACE TRANSPORTATION BOARD

U.S. Bank National Association as successor to State Street Bank and Trust Company, not in its individual capacity, but solely as Trustee under GATC Trust 94-1 (the "Lessor") under an Equipment Lease Agreement (GATC Trust 94-1) dated as of August 9, 1994 (the "Lease") between the Lessor and GATX Corporation, a New York corporation, successor by merger to GATX Financial Corporation, a Delaware company (the "Lessee"), does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 089058 (the "Unit") "as is," "where is," without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

The Bank of New York Trust Company, N.A., successor-in-interest to JPMorgan Trust Company, N.A. successor-in-interest to Bank One, National Association, not in its individual capacity, but solely as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 94-1) dated as of August 9, 1994 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: July 9, 2007

U.S. Bank National Association as successor to
State Street Bank and Trust Company,
not in its individual capacity, but solely
as Owner Trustee

By: 
Title: _____

The Bank of New York Trust Company, N.A.,
successor-in-interest to JPMorgan Trust Company,
N.A. successor-in-interest to Bank One,
National Association, not in its individual capacity,
but solely as Indenture Trustee

By: _____
Title: _____

BILL OF SALE AND PARTIAL RELEASE

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The Bank of New York Trust Company, N.A., successor-in-interest to JPMorgan Trust Company, N.A. successor-in-interest to Bank One, National Association, not in its individual capacity, but solely as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 94-1) dated as of August 9, 1994 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: July 9, 2007

U.S. Bank National Association as successor to
State Street Bank and Trust Company,
not in its individual capacity, but solely
as Owner Trustee

By:


Title:



The Bank of New York Trust Company, N.A.,
successor-in-interest to JPMorgan Trust Company,
N.A. successor-in-interest to Bank One,
National Association, not in its individual capacity,
but solely as Indenture Trustee

By:

Title:


Vice President

State of Massachusetts)
) SS:
County of Suffolk)

On the 16 day of August, 2007, before me personally appeared ALISON D.B. NADEAU, to me known, who being by me duly sworn, says that (s)he is a VICE PRESIDENT of U.S. Bank National Association as successor to State Street Bank and Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires: 2/1/08

State of Illinois)
) SS:
County of Cook)

On the ____ day of _____, 2007, before me personally appeared _____, to me known, who being by me duly sworn, say that (s)he is a _____ of The Bank of New York Trust Company, N.A., successor-in-interest to JPMorgan Trust Company, N.A. successor-in-interest to Bank One, National Association, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

[Notarial Seal]

My commission expires:

State of Massachusetts)
) SS:
County of Suffolk)

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Notary Public

[Notarial Seal]

My commission expires: 2/1/08

State of Illinois)
) SS:
County of Cook)

On the 21st day of August, 2007, before me personally appeared GEORGE N. KEAVEL to me known, who being by me duly sworn, say that (s)he is a Vice President of The Bank of New York Trust Company, N.A., successor-in-interest to JPMorgan Trust Company, N.A. successor-in-interest to Bank One, National Association, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.





Notary Public

[Notarial Seal]

My commission expires: 1/22/09

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 9/7/07



Robert W. Alvord

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Very truly yours,

A handwritten signature in black ink, appearing to read 'Robert W. Alvord', with a stylized, flowing script.

Robert W. Alvord

RWA/sem
Enclosures

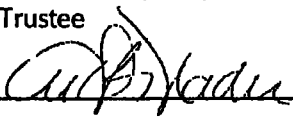
BILL OF SALE AND PARTIAL RELEASE

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The Bank of New York Trust Company, N.A., successor-in-interest to JPMorgan Trust Company, N.A. successor-in-interest to Bank One, National Association, not in its individual capacity, but solely as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 94-1) dated as of August 9, 1994 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: July 9, 2007

U.S. Bank National Association as successor to
State Street Bank and Trust Company,
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By: 
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By: _____
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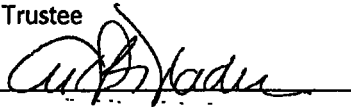
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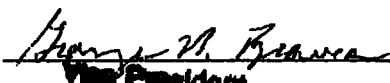
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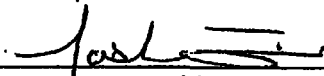
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By: 
Title: ~~Vice President~~

State of Massachusetts)
) SS:
County of Suffolk)

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Notary Public

[Notarial Seal]

My commission expires: 2/1/08

State of Illinois)
) SS:
County of Cook)

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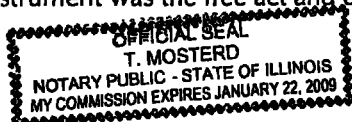
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Dated: _____

9/7/07



Robert W. Alvord